

UGIC Bylaws

Contributed by UGIC Board
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UTAH GEOGRAPHIC INFORMATION COUNCIL BYLAWS PURPOSE

- To act and operate as an information and facilitating organization to promote effective development, access, application, and cooperative use of high quality and meaningful geographic information in the State of Utah among all interested agencies, institutions, companies, and individuals.

To promote cooperation among all levels of government and the private sector in addressing geographic-data and information needs and services in Utah.

To promote coordination of programs, policies, technologies, and resources to optimize opportunities and minimize duplication of effort.

To identify and provide recommendations to federal, state, and local agencies, and the private sector on mapping and geographic-data needs, priorities, and standards.

- To engage in any and all activities and pursuits, and to support or assist such other organizations as may reasonably be related to the foregoing and following purposes.

- To solicit and receive contributions, purchase, own, and sell real and personal property, to make contracts, and to engage in any activity to further the goals of the Council. This may include such activities as publication of directories of geographic information groups and products, and the organization and sponsorship of an annual conference.

ORGANIZATION Membership shall be open to individuals from all organizations and their subunits, including, but not limited to state agencies, federal agencies, local governments, political subdivisions of governments, tribal governments, associations of governments, departments within colleges and universities, utility companies, professional societies, and private companies, all of whom share a common interest in geographic information in Utah. There are no fees for membership. Members will be considered "active" as long as UGIC is provided with updated contact information as necessary.

Board of Directors The Board of Directors shall govern and manage the affairs, funds, and property of the Council. It shall make rules and regulations for its management, create additional offices or committees or remove such agents as it shall deem best. The board shall have the power to fill vacancies in, and increase or decrease membership of such committees as are constituted by it.

The Board of Directors shall be elected by a majority of votes cast by members. Nominations for the Board of Directors shall be solicited and accepted from members. The name of any member nominated may appear only once on any year's ballot, either under the constituency they represent or under the At-Large category, if their constituency's position is not up for re-election that year. It shall consist of at least nine (9) Directors as follows: one from a state agency; one from a federal agency; one from a Utah college or university; one from city-municipal government; one from county government; one from the private sector; and three from the membership at-large.

Directors shall serve on the Board of Directors for a period of three (3) years and may be re-elected. Members shall elect to terms of three (3) years each, the appropriate number of Directors to fill vacancies created by expiring terms of Directors. In the event of an election tie, the individuals receiving the same number of votes may be asked to serve concurrently, at the discretion of the Chair. The yearly solicitation of nominees for and the subsequent election to fill vacant positions on the Board of Directors shall commence and be completed within 6 weeks of the end of the annual UGIC conference. If more than one conference is sponsored by UGIC in a year, the UGIC Board of Directors must designate one conference as the annual UGIC conference. The terms of all UGIC Board of Directors shall be extended one year. The three Board of Director positions expiring in 2005 will be extended until the completion of the 2006 annual UGIC conference to take place in the first half of 2006. This is a one time amendment and shall be automatically removed from the bylaws at the completion of the 2006 Board of Directors' election. Thereafter, all Board of Director positions shall be governed by the UGIC bylaws. The Board of Directors will meet as often as the Board determines is necessary, but at least annually. Special meetings of the Board may be called by the Chair of the Board. The Board shall not commit or obligate the UGIC financially beyond UGIC's budget. The UGIC will not assume any liability that is not guaranteed by an outside source. Any outside source of funds, whether or not a member of or affiliated with the UGIC, may be a guarantor of funds.

Officers The officers of the Council shall consist of a Chair of the Board of Directors, Vice-Chair, Secretary, and Treasurer. Officers must be Directors and will be elected by majority vote of the Board of Directors. The Chair shall preside at all meetings of the Board of Directors, and shall execute all agreements and contracts on behalf of the Council. The Vice-Chair shall preside at meetings of the Board of Directors in the absence of the Chair and shall perform other such duties as assigned by the Chair or Board. The Secretary shall give notice of the meeting, record all actions taken at the meeting, and shall perform other such duties as assigned by the Chair and Board. The Treasurer shall collect and receive, and shall have charge of the funds of the Council. The Chair and Vice-Chair shall be elected for a term of three years or until their terms as Directors expire. Each is eligible for re-election. The other officers shall serve at the pleasure of the Board of Directors.

Indemnification The Council may, by resolution of the Board of Directors provide indemnification by the Council of any and all of its directors or officers or former directors or officers against expenses actually and necessarily incurred by them in connection with the defense of any action, suit, or proceeding, in which they or any of them are made parties,

or a party, by reason of having been a director or officer of the Council, except in relation to matters as to which such director or officer or former director or officer shall be adjudged in such action, suit, or proceeding to be liable for gross negligence or willful misconduct in the performance of duty and to such matters as shall be settled by agreement predicated on the existence of such liability for gross negligence or willful misconduct. Executive Committee There shall be an Executive Committee consisting of the Chair, Vice-Chair, Secretary, and Treasurer. The Executive Committee may have and exercise all the powers delegated to them by the Board of Directors. Other Committees The Board of Directors may designate committees as it determines necessary. AMENDMENT These Bylaws can be amended as deemed necessary by the Board, upon approval of a majority of the voting membership.